

**UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK**

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<b>DENIS DRENI,</b>	:	Civil Action No.: 1:18-cv-12017-PAE
	:	
<b>Plaintiff,</b>	:	
	:	
<b>v.</b>	:	
	:	
<b>PRINTERON AMERICA CORPORATION,</b>	:	
	:	
<b>Defendant.</b>	:	
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-----X		
<b>PRINTERON AMERICA CORPORATION,</b>	:	
	:	
<b>Counterclaim Plaintiff,</b>	:	
	:	
<b>v.</b>	:	
	:	
<b>DENIS DRENI,</b>	:	
	:	
<b>Counterclaim Defendant.</b>	:	
-----X		

**DECLARATION OF TRACEY SALMON-SMITH IN SUPPORT OF  
PRINTERON'S MOTION FOR SUMMARY JUDGMENT**

I, TRACEY SALMON-SMITH, pursuant to 28 U.S.C. § 1746, state and declare as follows:

1. I am a member of the law firm of Drinker Biddle & Reath LLP, 1177 Avenue of the Americas, 41<sup>st</sup> Floor, New York, New York 10036, counsel for Defendant/Counterclaim Plaintiff PrinterOn America Corporation ("PrinterOn") in the above-captioned action. I submit this declaration (the "Declaration") in support of PrinterOn's motion for summary judgment. I make this declaration on personal knowledge based on my familiarity with the record in this case.

2. For the Court's convenience, the exhibits include relevant excerpts of larger documents and relevant language has been highlighted in yellow. Full or unhighlighted versions of these exhibits can be provided to the Court upon request.

3. Attached to this Declaration as Exhibit A is a true and correct copy of excerpts from the deposition transcript of Margaret Ritchie ("M. Ritchie"), taken August 12, 2019.

4. Attached to this Declaration as Exhibit B is a true and correct copy of excerpts from the deposition transcript of Angus Cunningham ("A. Cunningham"), taken August 13, 2019.

5. Attached to this Declaration as Exhibit C is a true and correct copy of a March 5, 2013 email from M. Ritchie to Denis Dreni ("D. Dreni"), bearing Bates numbers PON 006013-18.

6. Attached to this Declaration as Exhibit D is a true and correct copy of a May 4, 2012 email from Ken Noreikis ("K. Noreikis") to Tom Miller ("T. Miller"), bearing Bates number PON 508441.

7. Attached to this Declaration as Exhibit E is a true and correct copy of a June 2, 2012 email from K. Noreikis to D. Dreni, bearing Bates numbers PON 514784-86.

8. Attached to this Declaration as Exhibit F is a true and correct copy of a June 18, 2012 email from K. Noreikis to D. Dreni, bearing Bates numbers PON 247113-15.

9. Attached to this Declaration as Exhibit G is a true and correct copy of excerpts from NTT Docomo, Inc.'s 2011 Annual Report filed with the U.S. Securities and Exchange Commission.

10. Attached to this Declaration as Exhibit H is a true and correct copy of a February 28, 2012 email from Nicolas Mercier (“N. Mercier”) to K. Noreikis attaching the executed Term Sheet, bearing Bates numbers PON 577468-70.

11. Attached to this Declaration as Exhibit I is a true and correct copy of excerpts from the deposition transcript of K. Noreikis, taken August 22, 2019.

12. Attached to this Declaration as Exhibit J is a true and correct copy of a March 21, 2012 email from K. Noreikis to N. Mercier, bearing Bates numbers PON 57737-8.

13. Attached to this Declaration as Exhibit K is a true and correct copy of an April 5, 2012 email from N. Mercier to K. Noreikis, bearing Bates number PON 57711.

14. Attached to this Declaration as Exhibit L is a true and correct copy of an April 5, 2012 email from K. Noreikis to A. Cunningham, bearing Bates number PON 577757.

15. Attached to this Declaration as Exhibit M is a true and correct copy of an April 27, 2012 email from K. Noreikis to M. Holborn, bearing Bates numbers PON 577709-10.

16. Attached to this Declaration as Exhibit N is a true and correct copy of a May 15, 2012 email from A. Cunningham to K. Noreikis, bearing Bates number PON 577691.

17. Attached to this Declaration as Exhibit O is a true and correct copy of a June 2, 2012 email from K. Noreikis to D. Dreni, bearing Bates number PON 514797.

18. Attached to this Declaration as Exhibit P is a true and correct copy of a June 2, 2012 Compensation Model for D. Dreni, produced at Bates number PON 514798. This document is a pdf converted from an Excel spreadsheet that was produced in its native form as PON 514798. Filters have been applied to the document so that the pertinent information would be displayed. No alterations to the information have been made.

19. Attached to this Declaration as Exhibit Q is a true and correct copy of a June 2, 2012 email from K. Noreikis to D. Dreni, bearing Bates numbers PON 567321-24.

20. Attached to this Declaration as Exhibit R is a true and correct copy of a PrinterOn Billing Summary for April 2012 through October 2018, produced at Bates number PON 577822. This document is a pdf converted from an Excel spreadsheet that was produced in its native form as PON 577822. Filters have been applied to the document so that the pertinent information would be displayed. No alterations to the information have been made.

21. Attached to this Declaration as Exhibit S is a true and correct copy of an August 15, 2012 email from A. Cunningham to C. Roberts, bearing Bates numbers PON 12245-47.

22. Attached to this Declaration as Exhibit T is a true and correct copy of the Docomo Reseller Agreement, bearing Bates numbers PON 444650-444676.

23. Attached to this Declaration as Exhibit U is a true and correct copy of an August 15, 2012 email from K. Noreikis to D. Dreni, bearing Bates number PON 248989.

24. Attached to this Declaration as Exhibit V is a true and correct copy of a May 10, 2013 email from M. Ritchie to D. Dreni, bearing Bates numbers PON 006906-08.

25. Attached to this Declaration as Exhibit W is a true and correct copy of a May 14, 2013 email from D. Dreni to K. Noreikis, bearing Bates numbers PON 149224-29.

26. Attached to this Declaration as Exhibit X is a true and correct copy of January 15, 2013 email from D. Dreni to K. Noreikis, bearing Bates number PON 174678.

27. Attached to this Declaration as Exhibit Y is a true and correct copy of a May 22, 2013 email from D. Dreni to K. Noreikis, bearing Bates number PON 135218.

28. Attached to this Declaration as Exhibit Z is a true and correct copy of D. Dreni's Fiscal Year 2013 Commission Summary, produced at Bates number PON 000498. This

document was converted to a pdf from an Excel spreadsheet that was produced in its native form as PON 000498. Filters have been applied to the document so that the pertinent information would be displayed. No alterations to the information have been made.

29. Attached to this Declaration as Exhibit AA is a true and correct copy of a June 18, 2012 email from D. Dreni to K. Noreikis, bearing Bates numbers PON 487948-51.

30. Attached to this Declaration as Exhibit BB is a true and correct copy of a June 19, 2012 email from A. Cunningham to D. Dreni, bearing Bates number PON 453730.

31. Attached to this Declaration as Exhibit CC is a true and correct copy of a June 21, 2012 email from K. Noreikis to D. Dreni, bearing Bates numbers PON 508995-8, 509013-31.

32. Attached to this Declaration as Exhibit DD is a true and correct copy of Plaintiff's November 1, 2018 Summons with Notice, filed in the Supreme Court of the State of New York State, County of New York (Index No. 655452/2018.)

WHEREFORE, PrinterOn respectfully requests that the Court grant its Motion for Summary Judgment pursuant to Rule 56 of the Federal Rules of Civil Procedure, and grant such other relief that the Court deems just and proper under the circumstances.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on December 12, 2019.

/s/ Tracey Salmon-Smith  
Tracey Salmon-Smith